

CERTIFICATE OF TRUST AGREEMENT

Pursuant to the provision of Section 91-9-7, MCA, the following information on a Trust Agreement and the formation of a Trust under said agreement is hereby furnished:

- (a) Name of the Trust: Dorothy E. Haire Living Trust, dated October 20, 1993
- (b) Office of the Trust: Dorothy E. Haire Living Trust
% Ralph F. Moore
1790 Mississippi Valley Blvd.
Southaven, MS 38671
- (c) Trustee: Nathaniel Haire
1611 Willard
Horn Lake, MS 38637
- (d) Grantor: Dorothy E. Haire
% Graceland Nursing Home
1250 Farrow
Memphis, TN 38116
- (e) Real Property: All interests in real property owned by or conveyed to the trust are:
- STATE MS. - DESOTO CO. 7.
FILED
DEC 6 2 19 PM '95
BK 70 PG 222
W.E. DAVIS CH. CLK.
by G. Starks
- Lot 870, Section C, Revised Plan, Southaven Subdivision, in Section 23, Township 1 South, Range 8 West, DeSoto County, Mississippi, as per plat thereof recorded in Plat Book 2, Pages 19-22, in the office of the Chancery Clerk of DeSoto County, Mississippi.
- AKA: 1707 Swayze Cove, Southaven, Mississippi 38671
- (f) Beneficiaries: The sole remaining beneficiary, at the time of the execution of this certificate, is:

Ralph F. Moore
- (g) Termination: No provision.

(h) General Powers of Trustee:

All powers granted under the Mississippi Uniform Trustee's Powers Law, Sections 91-9-101, et seq. MCA, with certain limitations as listed in the Trust Agreement referred to above.

No limitations are imposed by the Trust Agreement with regard to the disposition of real property of the Trust.

Executed this the 27th day of November, 1995.

Ralph F. Moore
RALPH F. MOORE, Beneficiary

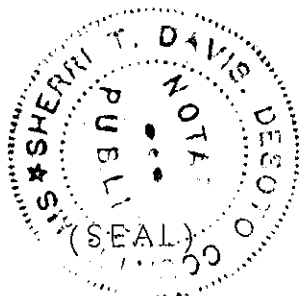
Nathaniel Haire
NATHANIEL HAIRE, Trustee

STATE OF MISSISSIPPI
COUNTY OF DESOTO

PERSONALLY appeared before me, the undersigned authority in and for the said county and state, on this 27th day of November, 1995, within my jurisdiction, the within named RALPH F. MOORE, who acknowledged that he executed the above and foregoing instrument.

Sherril Davis

SHERRI T. DAVIS, Notary Public



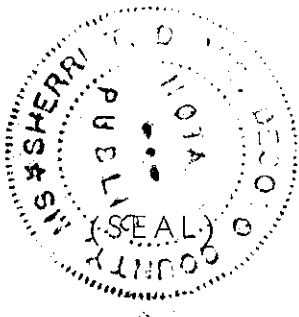
My Commission Expires: March 18, 1996

STATE OF MISSISSIPPI
COUNTY OF DESOTO

PERSONALLY appeared before me, the undersigned authority of law in and for said county and state, on this 27th day of November, 1995, within my jurisdiction, the within named NATHANIEL HAIRE, who acknowledged that he is the Trustee of DOROTHY E. HAIRE LIVING TRUST, and that in said representative capacity he executed the above and foregoing instrument, after first having been duly authorized to do so.



SHERRI T. DAVIS, Notary Public



My Commission Expires: March 18, 1996

PREPARED BY AND, AFTER RECORDING, RETURN TO:
CHRISTIAN GOELDNER
ATTORNEY AT LAW
PROFESSIONAL ASSOCIATION
P. O. BOX 1468
SOUTHAVEN, MISSISSIPPI 38671
(601) 342-7700